



RECORDATION NO.

22070
FILED

MAR 12 '99

11-30 AM

DJJ Transportation Services, Inc.

a subsidiary of

The David J. Joseph Company

March 9, 1999

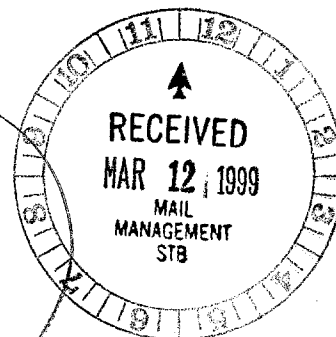
Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-001

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Dear Mr. Williams:

Enclosed are an original and one copy of the Memorandum of Lease Agreements dated February 16, 1999 between the following parties:

Lessee: ECDC Environmental, L.C.
970 East Murray- Holladay Road
Suite 1B
Salt Lake City, UT 84117

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Please see the Exhibit A's set forth in these documents for the Equipment involved in these transactions. Please file these Memorandums of Lease Agreements as primary documents. The \$52.00 fee is included in check number 457614.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Shelley B. Bacon
Shelley B. Bacon
Contract Assistant

Enclosures

MAR 12 '99

11-30AM

**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 16th day of February, 1999, is intended to evidence the Railroad Equipment Lease dated as of February 16, 1999, (the "Lease"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **ECDC ENVIRONMENTAL, L.C.**, a Utah limited liability company ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the forty-eight (48) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

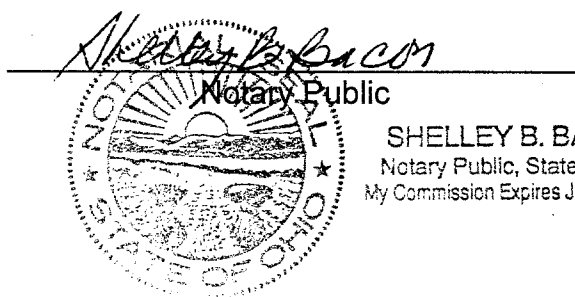
DJJ TRANSPORTATION SERVICES, INC.BY: Paul E. LoebigNAME: Paul E. LoebigTITLE: Vice PresidentDATE: February 19, 1999**ECDC ENVIRONMENTAL, L.C.**BY: G. Thomas Rochford, Jr.NAME: G. Thomas Rochford, Jr.TITLE: TreasurerDATE: February 18, 1999

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 19th day of February, 1999, by Paul E. Loebig, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

My Commission expires:

July 22, 2002

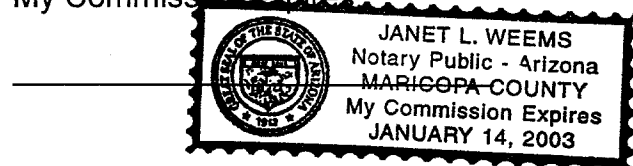


SHELLEY B. BACON
Notary Public, State of Ohio
My Commission Expires July 22, 2002

STATE OF ARIZONA)
)
COUNTY OF MARICOPA) SS:

The foregoing instrument was acknowledged before me this 18 day of February, 1999, by G. Thomas Rochford, Jr. the Treasurer of ECDC Environmental, L.C., a Utah limited liability company, on behalf of the company.

My Commission expires:



Janet L. Weems
Notary Public

EXHIBIT A

To the Memorandum of Lease dated February 16, 1999, between DJJ Transportation Services, Inc. and ECDC Environmental, L.C.

DESCRIPTION OF UNITS

Forty-eight (48), railcars bearing reporting marks as follows:

ECXX

98006, 98008, 98009, 98010, 98012, 98013, 98014, 98017, 98020, 98022, 98024, 98027, 98028, 98030, 98034, 98037, 98038, 98039, 98040, 98041, 98042, 98044, 98047, 98048, 98049, 98058, 98068, 98089, 98090, 98092, 98094, 98102, 98104, 98107, 98108, 98110, 98113, 98115, 98121, 98123, 98124, 98127, 98130, 98134, 98136, 98141, 98143, 98145

Effective March 1, 1999, the following twenty-four (24) railcars shall be deleted from this Memorandum of Lease:

ECXX

98006, 98010, 98012, 98013, 98014, 98024, 98028, 98030, 98044, 98047, 98068, 98089, 98094, 98102, 98104, 98107, 98113, 98121, 98123, 98127, 98130, 98134, 98141, 98143